

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

_____)	
CROWN CLOTHING CORPORATION,)	
Plaintiff)	
)	
v.)	CIVIL ACTION NO. 05-10049(NG)
)	
RANDCORE, INC.,)	
RAND INTERNATIONAL TRADING,)	
INC., ANDRE BERNARD, AND)	
RONALD BERNARD,)	
Defendants)	
_____)	

REPLY OF CROWN CLOTHING CORPORATION
TO COUNTERCLAIM OF RANDCORE, INC.

Crown Clothing Corporation ("Crown"), the plaintiff in this action, responds to the numbered paragraphs in the Counterclaim of Randcore, Inc. ("Randcore") as follows:

1. Denied.
2. Admits that Crown has continued to buy some goods from sources introduced to it by Randcore; denies that Randcore has submitted invoices to Crown; denies that Crown has refused to pay invoices submitted by Randcore to Crown; answers that since approximately September 2004, when Crown first asserted the claims described in the Complaint against the defendants in this action, Randcore ceased providing the services it had previously provided to Crown for which Randcore had previously invoiced Crown and Crown had paid Randcore; and denies the remaining allegations in paragraph 2 of the Counterclaim.
3. Denied.

FIRST AFFIRMATIVE DEFENSE

To the extent that Crown may owe Randcore any monies for services provided to Crown by Randcore, Crown is entitled to set off any amounts so owed against monies owed to Crown by Randcore, Rand International, Inc., Andre Bernard and/or Ronald Bernard.

WHEREFORE, Crown requests that the Counterclaim of Randcore be dismissed and for such other further relief as the Court deems just.

CROWN CLOTHING CORPORATION

By its attorneys,

/s/ Ryan M. MacDonald

John C. Wyman (BBO #535620)

Ryan M. MacDonald (BBO #654688)

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Dated: October 4, 2005

CERTIFICATE OF SERVICE

I, Ryan M. MacDonald, hereby certify under the pains and penalties of perjury that on October 4, 2005, I served a copy of the within ***Reply of Crown Clothing Corporation to Counter Claim of Randcore, Inc.*** electronically to Jeffrey S. Stern, Esq. and by first class mail, postage prepaid to:

Gary R. Greenberg, Esq.
Annapoorni R. Sankaran, Esq.
Greenberg Traurig
One International Place
Boston, MA 02110

/s/ Ryan M. MacDonald
Ryan M. MacDonald